

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ZG Sports LLC		12/26/2006	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	ZipGuard LLC		
Street Address:	1A Croton Dam Rd.		
City:	Ossining		
State/Country:	NEW YORK		
Postal Code:	10562		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2758107	ZIPGUARD	
Registration Number:	2841368	ZIPGUARD	
CORRESPONDENCE DATA			
Fax Number:	(212)732-3232		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(212) 238-8610		
Email:	nowak@clm.com		
Correspondent Name:	Keith D. Nowak		
Address Line 1:	2 Wall Street		
Address Line 2:	Carter Ledyard & Milburn LLP		
Address Line 4:	New York, NEW YORK 10005		
ATTORNEY DOCKET NUMBER:	ZIP03.001		
NAME OF SUBMITTER:	Keith D. Nowak		
Signature:	/Keith D. Nowak/		

TRADEMARK

900067255

REEL: 003464 FRAME: 0473

CH \$65.00 2758107

Date:

01/19/2007

Total Attachments: 1

source=ZIP03TMassignment#page1.tif

TRADEMARK ASSIGNMENT

This Assignment ("Assignment") is made effective as of 12/26/06 from ZG Sports, LLC ("ASSIGNOR") of 1100 Warburton Ave., Yonkers, NY 10701, to ZipGuard LLC ("ASSIGNEE") of 1A Croton Dam Rd., Ossining, NY 10562:

WHEREAS, ASSIGNOR is the owner of the trademarks ("the Marks") and other intellectual property ("the Property") listed as follows:

<u>Mark</u>	<u>Application No. - Class</u>	<u>Registration No.</u>	<u>Filing Date</u>	<u>Registration Date</u>
<u>ZIPGUARD</u>	<u>76/343,831 - US/28</u>	<u>2758107</u>	<u>12/03/2001</u>	<u>09/02/2003</u>
<u>ZIPGUARD</u>	<u>76/975,054 - US/25</u>	<u>2841368</u>	<u>12/03/2001</u>	<u>05/11/2004</u>

and incorporated by reference herein, together with the goodwill of the business symbolized thereby in connection with the goods on which the Marks are used ("the Products").

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks and the Property.

NOW, THEREFORE, in consideration of the payment of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR'S right, title, and interest of whatever kind in and to the Marks and the Property, together with (1) the goodwill of the business relating to the Products in respect upon which the Marks are used and for which they are registered: (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the marks, including without limitation, damages, and payments for past or future infringements and misappropriations of the Marks: and (3) all rights to use for past, present and future infringements or misappropriations of the Marks.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, and interest in the Marks and the Property.

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered this Assignment, as of the day and year first above written.

ZG SPORTS, LLC

ACKNOWLEDGMENTS

State of New York)
County of New York)

On this day of , 2006 before me, , Notary Public, personally appeared ALBERTO SPIES, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by this signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature of Notary Public

[Seal]